

Exhibit 31

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF HAWAII

WAYNE BERRY,

Plaintiff,

vs.

FLEMING COMPANIES, INC.,
aka FLEMING FOODS, INC.,
aka FLEMING, DOE
INDIVIDUALS 1-50 and
DOE PARTNERSHIPS,
CORPORATIONS and OTHER
ENTITIES 1-20,

Defendants.

CIVIL NO. 01-00446SPK-LEK

TRANSCRIPT OF PROCEEDINGS

The above-entitled matter came on for Jury
Trial commencing at 9:05 a.m. on Tuesday, February 25,
2003, Honolulu, Hawaii,

BEFORE: HONORABLE SAMUEL P. KING

United States District Judge

District of Hawaii

REPORTED BY: LISA J. GROULX, COURT REPORTER

Notary Public, State of Hawaii

LISA GROULX & ASSOCIATES
(808) 225-5701

I N D E X

PLAINTIFF'S WITNESSES: PAGES

ROGER WALL

Direct examination by Mr. Hogan 4

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WAYNE BERRY

Direct exam (resumed) by Mr. Hogan 15

EXHIBITS:MARKEDRECEIVED

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1 Q. And did you ever have any indication that Mr.
2 Borja did not understand that?

3 A. No. Never.

4 Q. Now do you recall Mr. Borja actually reading
5 this letter?

6 A. Yes. I hand carried this into his office,
7 put it in front of him and watched him read it.

8 Q. Now at the time that this shut down was
9 happening, was it your understanding, based on your
10 knowledge of API's records, that Mr. Borja was in fact
11 indebted to Fleming?

12 A. Yes. He had signed a personal guaranty to
13 Fleming.

14 Q. And based on that personal guaranty and what
15 you understood that Fleming was claiming at the time,
16 do you have any understanding of how much it was
17 claimed that Mr. Borja owed?

18 A. About 1.2 or 1.5 million dollars.

19 Q. And is it your understanding that it wasn't
20 just Mr. Borja that owed that money?

21 A. Mr. Borja and his wife Heidi had both signed
22 that personal guaranty.

23 Q. Now at that time, sir, in September 1999, did
24 you owe any money personally to Fleming?

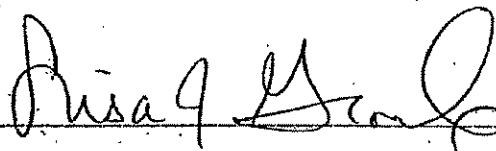
25 A. No.

CERTIFICATE

STATE OF HAWAII)
) SS.
COUNTY OF HONOLULU)

I, Lisa J. Groulx, Court Reporter, District
of Hawaii, Honolulu, Hawaii, and Notary Public, State
of Hawaii, do hereby certify that the foregoing is a
true and correct transcript of the proceedings in this
Jury Trial, WAYNE BERRY vs. FLEMING COMPANIES, INC.,
ET AL., at Honolulu, Hawaii, taken on Tuesday,
February 25, 2003, before the Honorable SAMUEL P.
KING, United States District Judge.

February 25, 2003



LISA J. GROULX, COURT REPORTER

Notary Public - State of Hawaii

My Commission Expires on: 5/15/06